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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 11-K

For Annual Reports of Employee Stock Purchase, Savings and Similar Plans Pursuant to
Section 15(d) of the Securities Exchange Act of 1934

- ☒ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2003

- ☐ TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period from _____

Commission file number: 0-28493

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A. Full title of the plan and the address of the plan, if different from that of the
issuer named below:

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan

B. Name of issuer of the securities held pursuant to the plan and the address of its
principal executive office:

O'Sullivan Industries Holdings, Inc.
1900 Gulf Street
Lamar, Missouri 64759-1899

Required Information

O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan (the "Plan") is subject to the Employee Retirement Income Security Act of 1974 ("ERISA"). Therefore, in lieu of the requirements of Items 1-3 of Form 11-K, the following financial statements and schedules of the Plan for the fiscal year ended December 31, 2003, which have been prepared in accordance with the financial reporting requirements of ERISA, are included in this Report as permitted by Item 4 of Form 11-K.



3230 Hammons Boulevard
P.O. Box 1824
Joplin, MO 64802-1824
417 624-1065 Fax 417 624-1431

Commerce Bank Building
100 S. Broadway Street
P.O. Box 1448
Pittsburg, KS 66762-1448
620 231-7380 Fax 620 231-1226

bkd.com

Independent Accountants' Report

Administrative Committee
O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan
Lamar, Missouri

We have audited the accompanying statements of net assets available for benefits of O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan as of December 31, 2003 and 2002, and the related statements of changes in net assets available for benefits for the year ended December 31, 2003 and the six months ended December 31, 2002. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan as of December 31, 2003 and 2002, and the changes in its net assets available for benefits for the year ended December 31, 2003 and the six months ended December 31, 2002 in conformity with accounting principles generally accepted in the United States of America.

The accompanying supplemental schedule is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

BKD, LLP

Joplin, Missouri
May 25, 2004

Federal Employer Identification Number: 44-0160260

Solutions
for
Success

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan
Statements of Net Assets Available for Benefits
December 31, 2003 and 2002

Assets

	<u>2003</u>	<u>2002</u>
Investments at fair value (cost of \$28,499,264 and \$27,630,234 for 2003 and 2002, respectively)	\$ <u>27,472,406</u>	\$ <u>23,411,095</u>
Receivables		
Employer contributions	52,674	—
Participant contributions	74,293	25,417
Accrued investment income	<u>13</u>	<u>38</u>
	<u>126,980</u>	<u>25,455</u>
Net Assets Available for Benefits	\$ <u><u>27,599,386</u></u>	\$ <u><u>23,436,550</u></u>

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan

Statements of Changes in Net Assets Available for Benefits
Year Ended December 31, 2003 and Six Months Ended December 31, 2002

	Year Ended December 31, 2003	Six Months Ended December 31, 2002
Investment Income		
Net appreciation (depreciation) in fair value of investments	\$ 2,821,544	\$ (1,409,920)
Interest and dividends	<u>583,959</u>	<u>373,575</u>
	<u>3,405,503</u>	<u>(1,036,345)</u>
Contributions		
Employer	1,215,291	267,026
Participants	<u>1,971,062</u>	<u>896,513</u>
	<u>3,186,353</u>	<u>1,163,539</u>
Total additions	<u>6,591,856</u>	<u>127,194</u>
Deductions		
Benefits paid to participants and beneficiaries	2,422,070	845,390
Administrative expenses	<u>6,950</u>	<u>2,850</u>
Total deductions	<u>2,429,020</u>	<u>848,240</u>
Net Increase (Decrease)	4,162,836	(721,046)
Net Assets Available for Benefits, Beginning of Period	<u>23,436,550</u>	<u>24,157,596</u>
Net Assets Available for Benefits, End of Period	<u>\$ 27,599,386</u>	<u>\$ 23,436,550</u>

O'Sullivan Industries Holdings, Inc.

Savings and Profit Sharing Plan

Notes to Financial Statements
December 31, 2003 and 2002

Note 1: Description of Plan

This following description of the Plan provides only general information. Employees should refer to the prospectus/summary plan description for O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan for a more complete description of the Plan's provisions. The document is available from the plan sponsor.

General

The Plan is a defined contribution plan covering all full time employees of O'Sullivan Industries Holdings, Inc. (Company) and its subsidiaries who have at least 750 hours of service during the first six months of continuous employment or 1,000 hours of service during the first twelve months of continuous employment or any plan year thereafter. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Plan Year End

During 2002, the Plan was amended to change the Plan's fiscal year to a calendar year. As a result these financial statements include a short reporting period from July 1, 2002 to December 31, 2002. Beginning January 1, 2003 the Plan's fiscal year is from January 1 to December 31.

Contributions

Employees may elect 401(k) salary deferrals from 1% to 100% of compensation (in whole multiples of 1%), not to exceed the Internal Revenue Code limits. Employee rollover contributions from another qualified plan are allowed. Participants who are at least 50 years old are allowed to make "catch up" contributions to the Plan which exceed limits otherwise imposed by the Internal Revenue Code. For 2003, the maximum "catch up" contribution was \$2,000.

Discretionary employer matching contributions are 100% of each participant's voluntary contribution which does not exceed 5% of the participant's annual compensation for the plan year ended December 31, 2003 and 50% of each participant's voluntary contribution which does not exceed 5% of the participant's annual compensation for the six months ended December 31, 2002. Employer profit sharing contributions may be made annually in accordance with the plan document and are at the sole discretion of the Board of Directors of O'Sullivan Industries Holdings, Inc. The maximum amount is not to exceed the provisions of ERISA or that amount allowed as deductible by the Internal Revenue Code.

Employer profit sharing contributions are allocated among participants who are employed on the last day of the plan year or who have terminated during the year due to death, disability or retirement at age 65. The allocation is based on each participant's annual compensation for the plan year, as a percentage of total annual compensation for the plan year of the plan participants eligible to receive an allocation. No discretionary profit sharing contributions were credited to participants' accounts for the year ended December 31, 2003 or the six months ended December 31, 2002.

O'Sullivan Industries Holdings, Inc.

Savings and Profit Sharing Plan

Notes to Financial Statements
December 31, 2003 and 2002

Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's contribution and plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investment earnings are considered plan earnings and are not taxable to participants until distributed in the form of benefits.

Vesting

Participants are immediately vested in their voluntary contributions and the employer matching contributions plus these contributions' earnings. Vesting in the profit sharing contributions and related earnings is based on years of service. An employee is fully vested after 5 years of service. Amounts forfeited during any year due to nonvesting are first used to reinstate previous forfeitures to any participant reentering the Plan. Any remaining forfeitures reduce employer contributions for the year.

Participant Loans

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum of \$50,000 or 50 percent of their employee and rollover contributions account balances, whichever is less. The loans are secured by the balance in the participant's account and bear interest as established by the Administrative Committee at the prime rate on the date of the loan application, plus one percent. Term of repayment may not exceed 5 years, except when proceeds are used to purchase the participant's primary residence. A participant may repay the loan at any time without a penalty. A participant may have only one loan outstanding at any time.

Payment of Benefits

Benefits to terminated participants are paid in the form of a lump-sum distribution in cash to the extent a participant's account is invested in funds other than the O'Sullivan Stock Fund and in whole shares of stock, or cash at the participant's option, with cash distributed for any fractional shares to the extent a participant's account is invested in the O'Sullivan Stock Fund. Such distributions are taxable to the employee to the extent specified in the Internal Revenue Code and applicable state law.

For the year ended December 31, 2003 and the six months ended December 31, 2002, benefits paid as reported on the statements of changes in net assets available for benefits include \$1,031 and \$3,479, respectively, in benefits paid in whole shares of stock at market value.

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan
Notes to Financial Statements
December 31, 2003 and 2002

Plan Termination

Although it has not expressed an intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, subject to the provisions of ERISA. In the event of plan termination, employees become 100 percent vested in their accounts.

Note 2: Summary of Significant Accounting Policies

Valuation of Investments and Income Recognition

Investments are valued daily at market value based on the quoted market prices of the securities. Participant loans are valued at cost which approximates fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Plan Tax Status

The Plan obtained its latest determination letter on October 24, 2002, in which the Internal Revenue Service (IRS) stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code and therefore not subject to tax. A plan amendment, dated October 29, 2002, was made at the request of the IRS to clarify certain provisions of the Plan referred to in the October 24, 2002 determination letter. Therefore, the plan administrator believes that the Plan and related trust are currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

O'Sullivan Industries Holdings, Inc.

Savings and Profit Sharing Plan

Notes to Financial Statements

December 31, 2003 and 2002

Note 3: Investments

Participants direct the investment of their contributions, employer contributions and earnings thereon. The Plan offers various investment options. The Plan currently offers eleven mutual funds and a loan fund as investment options for participants. The investment options under the Plan include:

Money Market Fund – UMB Scout Prime Money Market Fund – Invests in short-term instruments such as U.S. Treasury Bills, short-term government and corporate notes and securities maturing overnight. Effective January 1, 2001, this fund is no longer an investment option but continues to be used as the holding account for forfeitures until reallocation.

Corporate Bond Fund – PIMCO Total Return II Fund – Invests primarily in investment grade bonds, debentures and other fixed income securities, including U.S. Government securities, corporate bonds, mortgage-related securities and money market instruments. The fund may invest all of its assets in derivative instruments such as options, futures contracts or swap agreements. Amounts in the fund may also be temporarily invested in short-term, fixed-rate securities or accounts pending investment. As of December 31, 2003 and 2002, the number of participants in the Corporate Bond Fund was 317 and 352, respectively.

S & P 500 Index Fund – Federated Max-Cap Fund – Invests in all of the stocks in the Standard & Poor's 500 Composite Stock Index to provide long-term growth. As of December 31, 2003 and 2002, the number of participants in the S & P 500 Index Fund was 295 and 345, respectively.

International Fund – UMB Scout Worldwide Fund – Invests in a diversified portfolio of equity securities (common stock and securities convertible into common stock) of established companies either located outside the United States or whose primary business is carried on outside the country. As of December 31, 2003 and 2002, the number of participants in the International Fund was 139 and 110, respectively.

GNMA Fund – American Century GNMA Bond Fund – Invests primarily in GNMA certificates, but may also invest in other securities issued by the U.S. government, its agencies and instrumentalities. As of December 31, 2003 and 2002, the number of participants in the GNMA Fund was 99 and 86, respectively.

Capital Preservation Fund – Federated Capital Preservation Fund – Invests in a diversified portfolio of guaranteed investment contracts issued by insurance companies, synthetic guaranteed investment contracts, annuities, group annuity contracts and bank investment contracts. As of December 31, 2003 and 2002, the number of participants in the Capital Preservation Fund was 1,037 and 1,352, respectively.

Aggressive International Fund – Janus Advisor International Growth Fund – Invests at least 65% of its assets in securities of issuers in at least five different countries, excluding the United States. As of December 31, 2003 and 2002, the number of participants in the Aggressive International Fund was 0 and 59, respectively. As of April 22, 2003, this fund was removed as an investment option.

O'Sullivan Industries Holdings, Inc.

Savings and Profit Sharing Plan

Notes to Financial Statements

December 31, 2003 and 2002

Large Cap Stock Growth Fund – MFS Massachusetts Investors Fund – Invests primarily in common stocks and convertible securities of companies which the advisor believes offer better than average prospects for long-term growth. As of December 31, 2003 and 2002, the number of participants in the Large Cap Stock Growth Fund was 719 and 829, respectively.

Small Cap Stock Growth Fund – MFS New Discovery Fund – Invests at least 65% of its total assets in equity securities of emerging growth companies. As of December 31, 2003 and 2002, the number of participants in the Small Cap Stock Growth Fund was 112 and 106, respectively.

Balanced Fund – MFS Total Return Fund – Invests in a combination of equity and fixed income securities. As of December 31, 2003 and 2002, the number of participants in the Balanced Fund was 561 and 639, respectively.

Large Cap Stock Value Fund – MFS Value Fund – Invests at least 65% of its total assets in income producing equity securities of companies which the fund advisor believes are undervalued in the market relative to their long term potential. As of December 31, 2003 and 2002, the number of participants in the Large Cap Stock Value Fund was 461 and 530, respectively.

Mid-Cap Stock Fund – American Century Heritage Fund – Invests in stocks of companies its managers believe will increase in value over time with earnings and revenues that are not only growing, but growing at a successively faster pace. As of December 31, 2003 and 2002, the number of participants in the Mid-Cap Stock Fund was 105 and 104, respectively.

Small Cap Stock Value Fund – Invests at least 80% of its total assets in equity securities of companies which the advisor believes are undervalued. As of December 31, 2003 and 2002, the number of participants in the Small Cap Stock Value Fund was 31 and 0, respectively.

O'Sullivan Stock Fund – Invests in O'Sullivan Industries Holdings, Inc. senior preferred stock. Beginning December 1, 1999, this fund was no longer offered as an investment option for participants. Participants may transfer their balance invested in this fund to other investment options but no additions may be made to this fund. As of December 31, 2003 and 2002, the number of participants in the O'Sullivan Stock Fund was 787 and 879, respectively.

Each share of senior preferred stock has a liquidation value of \$1.50. The annual dividend rate for each share is 12% of the liquidation value. Annual dividends are cumulative and compound semiannually. Upon the redemption of the senior preferred stock, holders will be entitled to receive cash in an amount equal to the liquidation value of the senior preferred stock plus all accrued and unpaid dividends. Upon the consummation of a change in control of the Corporation or on November 30, 2011, the twelfth anniversary of the issuance of the preferred stock to the Plan, O'Sullivan Industries Holdings, Inc. is required to redeem the remaining senior preferred stock for cash in an amount equal to the liquidation value plus all accrued and unpaid dividends.

Loan Fund – Consists of loans to participants made within the guidelines described in *Note 1*. As of December 31, 2003 and 2002, the number of participants with outstanding loan balances was 282 and 280, respectively.

O'Sullivan Industries Holdings, Inc.

Savings and Profit Sharing Plan

Notes to Financial Statements December 31, 2003 and 2002

The Plan's investments are held in a bank-administered trust fund. The following table presents the Plan's investments. Investments that represent 5 percent or more of the Plan's net assets available for benefits are separately identified.

	<u>2003</u>	<u>2002</u>
Investments at Fair Value		
Federated Capital Preservation Fund	\$ 6,371,035	\$ 6,567,424
MFS Massachusetts Investors Fund	6,427,506	4,980,880
MFS Total Return Fund	5,291,204	4,465,998
MFS Value Fund	3,510,337	2,646,102
PIMCO Total Return II Fund	2,012,018	1,885,853
Other	<u>3,860,306</u>	<u>2,864,838</u>
Total investments	<u>\$ 27,472,406</u>	<u>\$ 23,411,095</u>

During the year ended December 31, 2003 and the six months ended December 31, 2002, the Plan's investments (including gains and losses on investments bought, sold and held during the year) appreciated/(depreciated) in value by \$2,821,544 and (\$1,409,920), respectively, as follows:

Net Appreciation (Depreciation) in Fair Value

	<u>2003</u>	<u>2002</u>
Investments at Fair Value		
Mutual Funds	\$ 2,958,007	\$ (1,422,795)
O'Sullivan Stock Fund	<u>(136,463)</u>	<u>12,875</u>
Net appreciation (depreciation) in fair value	<u>\$ 2,821,544</u>	<u>\$ (1,409,920)</u>

Note 4: Transactions With Parties-In-Interest

The Plan invests in a money market fund, known as the UMB Scout Prime Money Market Fund, and in an international fund, known as the UMB Scout Worldwide Fund, both of which are managed by UMB Bank, N.A., the Plan's trustee. The balance in the money market fund was \$43,147 and \$61,375 and the balance in the international fund was \$511,690 and \$265,298 at December 31, 2003 and 2002, respectively.

The Plan held investments in loans to participants with a total fair value of \$736,352 and \$636,723 at December 31, 2003 and 2002, respectively.

The Plan also holds investments in the O'Sullivan Stock Fund which holds senior preferred stock of O'Sullivan Industries Holdings, Inc., the plan sponsor. Market value per share of senior preferred stock at December 31, 2003 and 2002 was \$.32 and \$.80, respectively. The balance in the O'Sullivan Stock Fund was \$84,195 and \$228,404 at December 31, 2003 and 2002, respectively.

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan
Notes to Financial Statements
December 31, 2003 and 2002

Certain professional fees and certain administrative expenses are paid by the plan sponsor.

Note 5: Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2003 and 2002 to Form 5500:

	<u>2003</u>	<u>2002</u>
Net assets available for benefits per the financial statements	\$ 27,599,386	\$ 23,436,550
Amounts allocated to withdrawing participants	<u>(48,969)</u>	<u>—</u>
Net assets available for benefits per the Form 5500	\$ <u>27,550,417</u>	\$ <u>23,436,550</u>

The following is a reconciliation of benefits paid to participants per the financial statements for the year ended December 31, 2003 and six months ended December 31, 2002 to Form 5500:

	<u>2003</u>	<u>2002</u>
Benefits paid to participants per the financial statements	\$ 2,422,070	\$ 845,390
Add: Amounts allocated to withdrawing participants at end of fiscal year	48,969	—
Less: Amounts allocated to withdrawing participants at beginning of fiscal year	<u>—</u>	<u>(30,938)</u>
Benefits paid to participants per Form 5500	\$ <u>2,471,039</u>	\$ <u>814,452</u>

Amounts allocated to withdrawing participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to the end of the period but not yet paid as of that date.

Note 6: Plan Amendment

For Plan years commencing on or after January 1, 2003, the sponsor may, at its discretion, make "Safe Harbor" matching contributions to satisfy the requirements of Section 401(k)(12)(B) of the Internal Revenue Code. The match will be 100% of each participant's pre-tax contribution up to 5% of compensation. Participants will be fully vested in these safe harbor matching contributions at all times.

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan
Notes to Financial Statements
December 31, 2003 and 2002

Note 7: Subsequent Events

Change in Custodian

Effective January 15, 2004, the Plan changed their custodian from UMB Bank, N.A. to Diversified Investment Advisors, Inc.

Change in Trustee

Effective January 15, 2004, the Plan changed their trustee from UMB Bank, N.A. to Investors Bank and Trust Company.

O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan

EIN 43-1659062 PN 001

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2003

Identity of Issuer	Description of Investment	Fair Value
American Century	American Century GNMA Bond Fund	\$ 410,939
PIMCO	PIMCO Total Return II Fund	2,012,018
PIMCO	PIMCO Small Cap Value Fund	77,106
Federated	Federated Capital Preservation Fund	6,371,035
Federated	Federated Max-Cap Fund	1,102,512
American Century	American Century Heritage Fund	420,748
MFS	MFS Total Return Fund	5,291,204
UMB	*UMB Scout Worldwide Fund	511,690
MFS	MFS Value Fund	3,510,337
Janus	Janus Advisor International Growth Fund	—
MFS	MFS Massachusetts Investors Fund	6,427,506
MFS	MFS New Discovery Fund	473,617
UMB	*UMB Scout Prime Money Market Fund	43,147
O'Sullivan Industries Holdings, Inc.	*O'Sullivan Industries Holdings, Inc. preferred stock	84,195
Various Participants	*Participant loans; rates 6.50-10.50%; maturing through June 2, 2021	<u>736,352</u>
		<u>\$ 27,472,406</u>

*Party-in-interest to the Plan

Exhibits.

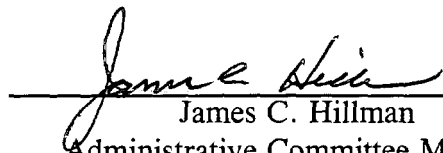
Exhibit 1 is the Consent of Independent Accountants, BKD LLP, and is filed herewith.

Signatures

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the administrative committee of the O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

O'SULLIVAN INDUSTRIES HOLDINGS, INC.
SAVINGS AND PROFIT SHARING PLAN

By


James C. Hillman
Administrative Committee Member

Date: June 24, 2004



3230 Hammons Boulevard
P.O. Box 1824
Joplin, MO 64802-1824
417 624-1065 Fax 417 624-1431

Commerce Bank Building
100 S. Broadway Street
P.O. Box 1448
Pittsburg, KS 66762-1448
620 231-7380 Fax 620 231-1226

bkd.com

Consent of Independent Accountants

Administrative Committee
O'Sullivan Industries Holdings, Inc.
Savings and Profit Sharing Plan
Lamar, Missouri

We consent to incorporation by reference in the Registration Statement on Form S-8 (Registration No. 33-92904) of the O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan of our report dated May 25, 2004, relating to the statements of net assets available for benefits of O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan as of December 31, 2003 and 2002, and the related statements of changes in net assets available for benefits for the year ended December 31, 2003 and the six months ended December 31, 2002, which report appears in the December 31, 2003 annual report on Form 11-K of O'Sullivan Industries Holdings, Inc. Savings and Profit Sharing Plan.

BKD, LLP

Joplin, Missouri
June 24, 2004

**Solutions
for
Success**